

DEC 01 2005

Corporations Section

ARTICLES OF INCORPORATION

of

KBRI TX-1 NEWCO, INC.

ARTICLE I

The name of the corporation is KBRI TX-1 Newco, Inc.

ARTICLE II

The period of the corporation's duration is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized is the transaction of any and all lawful business for which corporations may be organized under the Texas Business Corporation Act.

ARTICLE IV

The aggregate number of shares that the corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$1.00 per share.

No shareholder of the corporation shall by reason of his holding shares of any class have any preemptive or preferential right to acquire or subscribe for any additional, unissued or treasury shares of any class of the corporation now or hereafter to be authorized, or any notes, debentures, bonds, or other securities convertible into or carrying any right, option or warrant to subscribe to or acquire shares of any class now or hereafter to be authorized, whether or not the issuance of any such shares, or such notes, debentures, bonds or other securities, would adversely affect the dividends or voting rights of such shareholder, and the Board of Directors may issue or authorize the issuance of shares of any class, or any notes, debentures, bonds or other securities convertible into or carrying rights, options or warrants to subscribe to or acquire shares of any class, without offering any such shares of any class, either in whole or in part, to the existing shareholders of any class.

ARTICLE V

The corporation will not commence business until it has received for the issuance of its shares consideration of the value of \$1,000, consisting of money, labor done or property actually received.

ARTICLE VI

The street address of the corporation's initial registered office is 1021 Main Street, Suite 1150, Houston, TX 77002, and the name of its initial registered agent at such address is C T Corporation System.

ARTICLE VII

The number of directors of the corporation shall be fixed by, or in the manner provided in, the bylaws. The number of directors constituting the initial board of directors is three, and the name and address of the persons who are to serve as the directors until the first annual meeting of the shareholders or until such directors' successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
W. Preston Holsinger	1401 McKinney Street Suite 2400 Houston, TX 77010
Albert O. Cornelison, Jr.	1401 McKinney Street Suite 2400 Houston, TX 77010
David R. Smith	2101 City West Blvd. Houston, TX 77042

Directors of the corporation shall be elected by majority vote. Cumulative voting is prohibited.

ARTICLE VIII

Unless contrary to law, any action required or permitted to be taken at any meeting of shareholders of the corporation may be taken without a meeting, without prior notice and without a vote, if a consent or counterpart consents in writing, setting forth the action so taken, shall be signed by the holder or holders of shares having not less than the minimum number of votes that would be necessary to authorize the taking of such actions at a meeting at which all shares entitled to vote on the action were present and voted. Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to those shareholders who have not consented in writing.

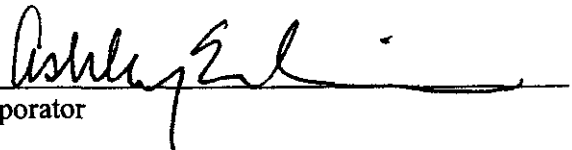
ARTICLE IX

A director of the corporation shall not be liable to the corporation or its shareholders for monetary damages for an act or omission in the director's capacity as a director, except to the extent otherwise expressly provided by a statute of the State of Texas. If any statute of the State of Texas is adopted or amended, subsequent to the adoption of this Article IX, to authorize action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by such statute or statutes, as so adopted or amended. Any repeal or modification of this Article IX shall be prospective only, and shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE X

The name of the incorporator is Ashley E. Quinn, and her address is 2101 City West Blvd., Houston, Texas 77042.

IN WITNESS WHEREOF, the undersigned has hereunto set ~~his~~ hand this 1st day of December, 2005.


Incorporator

